

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

FEDEX SUPPLY CHAIN LOGISTICS)
& ELECTRONICS, INC.,)
)
Plaintiff,)
)
v.)
)
JAMES E. GOODMAN, JR., JOHN GOODMAN,)
JONATHAN GOODMAN, JAKE GOODMAN,)
JOSEPH “JODY” GOODMAN, JAMES FRINZI,)
SHALOM AUERBACH, NEIL AUERBACH,)
JUDITH AUERBACH, STEVEN)
ZAKHARYAYEV, EVALINA PINKHASOVA,)
GNET ATC, LLC, GREATER TECH)
HOLDINGS, INC. f/k/a GOODMAN)
TELECOM HOLDINGS, LLC, GOODMAN)
INVESTMENT HOLDINGS, LLC, UNIFIED)
FIELD SERVICES, INC., AMERICAN METALS)
RECOVERY AND RECYCLING, INC.)
a/k/a MBG HOLDINGS, INC., MULTIBAND)
FIELD SERVICES, INC., HSB)
HOLDINGS, LLC f/k/a MULTIBAND GLOBAL)
RESOURCES, LLC, AMR RESOURCES, LLC,)
HUDSON CLEAN ENERGY ENTERPRISES,)
LLC, 18920 NW 11th, LLC, PROSPERITY)
BANCSHARES, INC., THE FRINZI FAMILY)
TRUST, ALLIANCE TEXAS HOLDINGS, LLC,)
AUERBACH PARTNERS, LP, AUERBACH)
CHILDREN’S DYNASTY TRUST, And)
AUERBACH FAMILY DYNASTY TRUST,)
)
Defendants.)

Civil Action No. 3:23-cv-02397

**JAMES FRINZI, THE FRINZI FAMILY TRUST AND MULTIBAND GLOBAL
RESOURCES, LLC’S ANSWER TO PLAINTIFFS’ THIRD AMENDED COMPLAINT**

Defendants James Frinzi (“Frinzi”), The Frinzi Family Trust (the “Trust”), and HSB Holdings, LLC f/k/a Multiband Global Resources, LLC (“Multiband Global,” collectively, “Defendants”) file this Answer to Plaintiff FedEx Supply Chain Logistics & Electronics, Inc.’s

(“FedEx”) Third Amended Complaint (“TAC”) [Dkt. 159]. In support thereof, Frinzi Defendants answer each of the numbered paragraphs in the TAC with the corresponding subpart titles and paragraph numbers below.

NATURE OF THE ACTION¹

1. Defendants deny the allegations in Paragraph 1.
2. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 2 and therefore deny the same.
3. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 3 and therefore deny the same.
4. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 4 and therefore deny the same.
5. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 5 and therefore deny the same.
6. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 6 and therefore deny the same.
7. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 7 and therefore deny the same.
8. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 8 and therefore deny the same.
9. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 9 and therefore deny the same.
10. Defendants deny the allegations in Paragraph 10.

¹ For ease of reference only, and without admission of any allegations, Defendants recite the headings used by Plaintiff in the TAC.

11. Defendants deny the allegations in Paragraph 11.

12. Defendants deny the allegations in Paragraph 12.

13. Defendants deny the allegations in Paragraph 13.

14. Defendants deny the allegations in Paragraph 14.

15. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 15.

16. Defendants deny the allegations in Paragraph 16.

17. Defendants deny the allegations in Paragraph 17.

18. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 18 and therefore deny the same.

19. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 19 and therefore deny the same.

20. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 20 and therefore deny the same.

21. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 21 and therefore deny the same.

22. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 22 and therefore deny the same.

23. Defendants deny the allegations in Paragraph 23.

24. Defendants deny the allegations in Paragraph 24.

25. Defendants deny the allegations in Paragraph 25.

26. Defendants deny the allegations in Paragraph 26, including all subparagraphs.

27. Defendants deny the allegations in Paragraph 27.

28. Defendants deny the allegations in Paragraph 28.

PARTIES AND KEY PLAYERS

29. Defendants admit the allegations in Paragraph 29.

30. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 30 and therefore deny the same.

31. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 31 and therefore deny the same.

32. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 32 and therefore deny the same.

33. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 33 and therefore deny the same.

34. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 34 and therefore deny the same.

35. Defendants deny the allegations in Paragraph 35.

36. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 36 and therefore deny the same.

37. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 37 and therefore deny the same.

38. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 38 and therefore deny the same.

39. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 39 and therefore deny the same.

40. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 40 and therefore deny the same.

41. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 41 and therefore deny the same.

42. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 42 and therefore deny the same.

43. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 43 and therefore deny the same.

44. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 44 and therefore deny the same.

45. Defendants admit the allegations in Paragraph 45.

46. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 46 and therefore deny the same.

47. Defendants admit the allegations in Paragraph 47.

48. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 48 and therefore deny the same.

49. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 49 and therefore deny the same.

50. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 50 and therefore deny the same.

51. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 51 and therefore deny the same.

52. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 52 and therefore deny the same.

53. Defendants admit the allegations in Paragraph 53 insofar as it is a Texas Trust. Except as expressly admitted, denied.

54. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 54 and therefore deny the same.

55. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 55 and therefore deny the same.

56. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 56 and therefore deny the same.

JURISDICTION AND VENUE

57. The allegations in Paragraph 57 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants admit this Court has jurisdiction of the allegations, but Defendants deny the substantive allegations asserted in such claims.

58. The allegations in Paragraph 58 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants admit this Court has jurisdiction of the allegations, but Defendants deny the substantive allegations asserted in such claims.

59. The allegations in Paragraph 59 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants admit venue is proper in this District, but Defendants deny the substantive allegations asserted herein.

BACKGROUND AND FACTS

The Master Services Agreement

60. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 60 and therefore deny the same.

61. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 61 and therefore deny the same.

62. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 62 and therefore deny the same.

63. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 63 and therefore deny the same.

64. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 64 and therefore deny the same.

65. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 65 and therefore deny the same.

The AT&T Fallout Creates Financial Urgency on the Part of The Goodmans and Companies Controlled by Them

66. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 66 and therefore deny the same.

67. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 67 and therefore deny the same.

68. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 68 and therefore deny the same.

69. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 69 and therefore deny the same.

70. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 70 and therefore deny the same.

71. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 71 and therefore deny the same.

72. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 72 and therefore deny the same.

The Goodmans Close Down Genesis-ATC and Goodman Networks

73. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 73 and therefore deny the same.

74. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 74 and therefore deny the same.

75. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 75 and therefore deny the same.

76. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 76 and therefore deny the same.

77. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 77 and therefore deny the same.

78. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 78 and therefore deny the same.

79. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 79 and therefore deny the same.

80. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 80 and therefore deny the same.

81. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 81 and therefore deny the same.

82. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 82 and therefore deny the same.

83. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 83 and therefore deny the same.

84. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 84 and therefore deny the same.

85. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 85 and therefore deny the same.

86. The documents referenced in Paragraph 86 speak for themselves. Defendants deny the allegations in Paragraph 86 inconsistent with the terms of the documents referenced therein.

87. Defendants deny the allegations in Paragraph 87.

88. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 88 and therefore deny the same.

89. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 89 and therefore deny the same.

90. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 90 and therefore deny the same.

91. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 91 and therefore deny the same.

92. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 92 and therefore deny the same.

93. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 93 and therefore deny the same.

94. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 94 and therefore deny the same.

95. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 95 and therefore deny the same.

96. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 96 and therefore deny the same.

97. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 97 and therefore deny the same.

98. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 98 and therefore deny the same.

99. The allegations in Paragraph 99 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

100. Defendants admit the allegations in Paragraph 100 as to Frinzi being appointed CEO. Except as expressly admitted, Defendants lack knowledge or information sufficient to form a belief about the truth of the detailed allegations in Paragraph 100 and therefore deny the same.

101. Defendants deny the allegations in Paragraph 101.

102. Defendants deny the allegations in Paragraph 102.

103. The documents referenced in Paragraph 103 speak for themselves. Defendants deny the allegations in Paragraph 103 inconsistent with the terms of the documents referenced therein, including any allegation an action taken by Frinzi was unauthorized.

104. The documents referenced in Paragraph 104 speak for themselves. Defendants deny the allegations in Paragraph 104 inconsistent with the terms of the documents referenced therein.

105. Defendants deny the allegations in Paragraph 105.

106. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 106 and therefore deny the same.

107. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 107 and therefore deny the same.

108. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 108 and therefore deny the same.

109. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 109 and therefore deny the same.

110. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 110 and therefore deny the same.

111. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 111 and therefore deny the same.

112. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 112 and therefore deny the same.

113. The documents referenced in Paragraph 113 speak for themselves. Defendants deny the allegations in Paragraph 113 inconsistent with the terms of the documents referenced therein.

114. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 114 and therefore deny the same.

115. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 115 and therefore deny the same.

116. The documents referenced in Paragraph 116 speak for themselves. Defendants deny the allegations in Paragraph 116 inconsistent with the terms of the documents referenced therein.

117. The documents referenced in Paragraph 117 speak for themselves. Defendants deny the allegations in Paragraph 117 inconsistent with the terms of the documents referenced therein.

118. The documents referenced in Paragraph 118 speak for themselves. Defendants deny the allegations in Paragraph 118 inconsistent with the terms of the documents referenced therein.

119. Defendants deny the allegations in Paragraph 119.

120. Defendants deny the allegations in Paragraph 120.

121. Defendants deny the allegations in Paragraph 121.

122. Defendants deny the allegations in Paragraph 122.

123. The documents referenced in Paragraph 123 speak for themselves. Defendants deny the allegations in Paragraph 123 inconsistent with the terms of the documents referenced therein.

124. The documents referenced in Paragraph 124 speak for themselves. Defendants deny the allegations in Paragraph 124 inconsistent with the terms of the documents referenced therein.

125. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 125 and therefore deny the same.

126. The documents referenced in Paragraph 126 speak for themselves. Defendants deny the allegations in Paragraph 126 inconsistent with the terms of the documents referenced therein.

127. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 127 and therefore deny the same.

128. Defendants admit paragraph 128 insofar as James Goodman “weighed in” on Frinzi’s actions at issue in the lawsuit, in that James Goodman directed and authorized such actions. Except as expressly admitted, Defendants deny the allegations in Paragraph 128.

129. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 129 and therefore deny the same.

130. The documents referenced in Paragraph 130 speak for themselves. Defendants deny the allegations in Paragraph 130 inconsistent with the terms of the documents referenced therein.

131. The documents referenced in Paragraph 131 speak for themselves. Defendants deny the allegations in Paragraph 131 inconsistent with the terms of the documents referenced therein.

132. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 132 and therefore deny the same.

133. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 133 and therefore deny the same.

134. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 134 and therefore deny the same.

135. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 135 and therefore deny the same.

136. The documents referenced in Paragraph 136 speak for themselves. Defendants deny the allegations in Paragraph 136 inconsistent with the terms of the documents referenced therein.

137. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 137 and therefore deny the same.

138. The documents referenced in Paragraph 138 speak for themselves. Defendants deny the allegations in Paragraph 138 inconsistent with the terms of the documents referenced therein.

139. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 139 and therefore deny the same.

140. Defendants deny the allegations in Paragraph 140.

The Defendants Continue to Hide the True Picture While Getting FSCLE to Make Payments to the 4352 Account

141. The documents referenced in Paragraph 141 speak for themselves. Defendants deny the allegations in Paragraph 141 inconsistent with the terms of the documents referenced therein.

142. The documents referenced in Paragraph 142 speak for themselves. Defendants deny the allegations in Paragraph 142 inconsistent with the terms of the documents referenced therein.

143. The documents referenced in Paragraph 143 speak for themselves. Defendants deny the allegations in Paragraph 143 inconsistent with the terms of the documents referenced therein.

144. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 144 and therefore deny the same.

145. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 145 and therefore deny the same.

146. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 146 and therefore deny the same.

147. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 147 and therefore deny the same.

148. The documents referenced in Paragraph 148 speak for themselves. Defendants deny the allegations in Paragraph 148 inconsistent with the terms of the documents referenced therein.

149. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 149 and therefore deny the same.

150. Defendants deny the allegations in Paragraph 150.

151. Defendants admit the allegations in Paragraph 151 only insofar as Frinzi admits the creation of an entity called Multiband Global Resources, LLC to acquire AMRR. Except as expressly admitted, denied.

152. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 152 and therefore deny the same.

153. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 153 and therefore deny the same.

154. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 154 and therefore deny the same.

155. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 155 and therefore deny the same.

156. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 156 and therefore deny the same.

157. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 157 and therefore deny the same.

158. The documents referenced in Paragraph 158 speak for themselves. Defendants deny the allegations in Paragraph 158 inconsistent with the terms of the documents referenced therein.

Meanwhile FSCLE Transfers Funds into the 4352 Account

159. Defendants deny the allegations in Paragraph 159.

160. The documents referenced in Paragraph 160 speak for themselves. Defendants deny the allegations in Paragraph 160 inconsistent with the terms of the documents referenced therein.

161. The documents referenced in Paragraph 161 speak for themselves. Defendants deny the allegations in Paragraph 161 inconsistent with the terms of the documents referenced therein.

162. The documents referenced in Paragraph 162 speak for themselves. Defendants deny the allegations in Paragraph 162 inconsistent with the terms of the documents referenced therein.

163. The documents referenced in Paragraph 163 speak for themselves. Defendants deny the allegations in Paragraph 163 inconsistent with the terms of the documents referenced therein.

164. The documents referenced in Paragraph 164 speak for themselves. Defendants deny the allegations in Paragraph 164 inconsistent with the terms of the documents referenced therein.

165. The documents referenced in Paragraph 165 speak for themselves. Defendants deny the allegations in Paragraph 165 inconsistent with the terms of the documents referenced therein.

166. The documents referenced in Paragraph 166 speak for themselves. Defendants deny the allegations in Paragraph 166 inconsistent with the terms of the documents referenced therein.

167. The documents referenced in Paragraph 167 speak for themselves. Defendants deny the allegations in Paragraph 167 inconsistent with the terms of the documents referenced therein.

168. The documents referenced in Paragraph 168 speak for themselves. Defendants deny the allegations in Paragraph 168 inconsistent with the terms of the documents referenced therein.

169. The documents referenced in Paragraph 169 speak for themselves. Defendants deny the allegations in Paragraph 169 inconsistent with the terms of the documents referenced therein.

170. The documents referenced in Paragraph 170 speak for themselves. Defendants deny the allegations in Paragraph 170 inconsistent with the terms of the documents referenced therein.

171. The documents referenced in Paragraph 171 speak for themselves. Defendants deny the allegations in Paragraph 171 inconsistent with the terms of the documents referenced therein.

172. The documents referenced in Paragraph 172 speak for themselves. Defendants deny the allegations in Paragraph 172 inconsistent with the terms of the documents referenced therein.

173. The documents referenced in Paragraph 173 speak for themselves. Defendants deny the allegations in Paragraph 173 inconsistent with the terms of the documents referenced therein.

174. The documents referenced in Paragraph 174 speak for themselves. Defendants deny the allegations in Paragraph 174 inconsistent with the terms of the documents referenced therein.

175. The documents referenced in Paragraph 175 speak for themselves. Defendants deny the allegations in Paragraph 175 inconsistent with the terms of the documents referenced therein.

176. The documents referenced in Paragraph 176 speak for themselves. Defendants deny the allegations in Paragraph 176 inconsistent with the terms of the documents referenced therein.

177. The documents referenced in Paragraph 177 speak for themselves. Defendants deny the allegations in Paragraph 177 inconsistent with the terms of the documents referenced therein.

178. The documents referenced in Paragraph 178 speak for themselves. Defendants deny the allegations in Paragraph 178 inconsistent with the terms of the documents referenced therein.

179. The documents referenced in Paragraph 179 speak for themselves. Defendants deny the allegations in Paragraph 179 inconsistent with the terms of the documents referenced therein.

180. The documents referenced in Paragraph 180 speak for themselves. Defendants deny the allegations in Paragraph 180 inconsistent with the terms of the documents referenced therein.

181. The documents referenced in Paragraph 181 speak for themselves. Defendants deny the allegations in Paragraph 181 inconsistent with the terms of the documents referenced therein.

182. The documents referenced in Paragraph 182 speak for themselves. Defendants deny the allegations in Paragraph 182 inconsistent with the terms of the documents referenced therein.

183. The documents referenced in Paragraph 183 speak for themselves. Defendants deny the allegations in Paragraph 183 inconsistent with the terms of the documents referenced therein.

184. The documents referenced in Paragraph 184 speak for themselves. Defendants deny the allegations in Paragraph 184 inconsistent with the terms of the documents referenced therein.

185. The documents referenced in Paragraph 185 speak for themselves. Defendants deny the allegations in Paragraph 185 inconsistent with the terms of the documents referenced therein.

186. The documents referenced in Paragraph 186 speak for themselves. Defendants deny the allegations in Paragraph 186 inconsistent with the terms of the documents referenced therein.

187. The documents referenced in Paragraph 187 speak for themselves. Defendants deny the allegations in Paragraph 187 inconsistent with the terms of the documents referenced therein.

188. The documents referenced in Paragraph 188 speak for themselves. Defendants deny the allegations in Paragraph 188 inconsistent with the terms of the documents referenced therein.

189. The documents referenced in Paragraph 189 speak for themselves. Defendants deny the allegations in Paragraph 189 inconsistent with the terms of the documents referenced therein.

190. The documents referenced in Paragraph 190 speak for themselves. Defendants deny the allegations in Paragraph 190 inconsistent with the terms of the documents referenced therein.

191. The documents referenced in Paragraph 191 speak for themselves. Defendants deny the allegations in Paragraph 191 inconsistent with the terms of the documents referenced therein.

192. The documents referenced in Paragraph 192 speak for themselves. Defendants deny the allegations in Paragraph 192 inconsistent with the terms of the documents referenced therein.

193. The documents referenced in Paragraph 193 speak for themselves. Defendants deny the allegations in Paragraph 193 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

194. The documents referenced in Paragraph 194 speak for themselves. Defendants deny the allegations in Paragraph 194 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

195. The documents referenced in Paragraph 195 speak for themselves. Defendants deny the allegations in Paragraph 195 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

196. The documents referenced in Paragraph 196 speak for themselves. Defendants deny the allegations in Paragraph 196 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

197. The documents referenced in Paragraph 197 speak for themselves. Defendants deny the allegations in Paragraph 197 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

198. The documents referenced in Paragraph 198 speak for themselves. Defendants deny the allegations in Paragraph 198 inconsistent with the terms of the documents referenced therein.

Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

199. The documents referenced in Paragraph 199 speak for themselves. Defendants deny the allegations in Paragraph 199 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

200. The documents referenced in Paragraph 200 speak for themselves. Defendants deny the allegations in Paragraph 200 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

201. The documents referenced in Paragraph 201 speak for themselves. Defendants deny the allegations in Paragraph 201 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

202. The documents referenced in Paragraph 202 speak for themselves. Defendants deny the allegations in Paragraph 202 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

203. The documents referenced in Paragraph 203 speak for themselves. Defendants deny the allegations in Paragraph 203 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

204. The documents referenced in Paragraph 204 speak for themselves. Defendants deny the allegations in Paragraph 204 inconsistent with the terms of the documents referenced therein.

Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

205. The documents referenced in Paragraph 205 speak for themselves. Defendants deny the allegations in Paragraph 205 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

206. The documents referenced in Paragraph 206 speak for themselves. Defendants deny the allegations in Paragraph 206 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

207. The documents referenced in Paragraph 207 speak for themselves. Defendants deny the allegations in Paragraph 207 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

208. The documents referenced in Paragraph 208 speak for themselves. Defendants deny the allegations in Paragraph 208 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

209. The documents referenced in Paragraph 209 speak for themselves. Defendants deny the allegations in Paragraph 209 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

210. The documents referenced in Paragraph 210 speak for themselves. Defendants deny the allegations in Paragraph 210 inconsistent with the terms of the documents referenced therein.

Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

211. The documents referenced in Paragraph 211 speak for themselves. Defendants deny the allegations in Paragraph 211 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

212. The documents referenced in Paragraph 212 speak for themselves. Defendants deny the allegations in Paragraph 212 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

213. The documents referenced in Paragraph 213 speak for themselves. Defendants deny the allegations in Paragraph 213 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

214. The documents referenced in Paragraph 214 speak for themselves. Defendants deny the allegations in Paragraph 214 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

215. The documents referenced in Paragraph 215 speak for themselves. Defendants deny the allegations in Paragraph 215 inconsistent with the terms of the documents referenced therein. Defendants lack knowledge or information sufficient to form a belief about the truth of the remaining allegations in this paragraph and therefore deny the same.

216. The documents referenced in Paragraph 216, including each subparagraph, speak for themselves. Defendants deny the allegations in Paragraph 216, including each subparagraph, inconsistent with the terms of the documents referenced therein.

217. Defendants deny the allegations in Paragraph 217.

218. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 218 and therefore deny the same.

219. Defendants deny the allegations in Paragraph 219.

220. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 220 and therefore deny the same.

221. Defendants deny the allegations in Paragraph 221.

222. Defendants deny the allegations in Paragraph 222.

Collusion with Prosperity Bank to Further Steal the Funds in the 4352 Account

223. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 223 and therefore deny the same.

224. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 224 and therefore deny the same.

225. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 225 and therefore deny the same.

226. Defendants deny the allegations in Paragraph 226.

227. The documents referenced in Paragraph 227 speak for themselves. Defendants deny the allegations in Paragraph 227 inconsistent with the terms of the documents referenced therein.

228. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 228 and therefore deny the same.

229. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 229 and therefore deny the same.

230. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 230 and therefore deny the same.

231. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 231 and therefore deny the same.

232. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 232 and therefore deny the same.

233. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 233 and therefore deny the same.

234. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 234 and therefore deny the same.

235. The documents referenced in Paragraph 235 speak for themselves. Defendants deny the allegations in Paragraph 235 inconsistent with the terms of the documents referenced therein.

236. The documents referenced in Paragraph 236 speak for themselves. Defendants deny the allegations in Paragraph 236 inconsistent with the terms of the documents referenced therein.

237. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 237 and therefore deny the same.

238. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 238 and therefore deny the same.

239. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 239 and therefore deny the same.

240. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 240 and therefore deny the same.

241. Defendants deny the allegations in Paragraph 241.

242. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 242 and therefore deny the same.

243. Defendants deny the allegations in Paragraph 243.

244. Defendants deny the allegations in Paragraph 244.

245. The documents referenced in Paragraph 245 speak for themselves. Defendants deny the allegations in Paragraph 245 inconsistent with the terms of the documents referenced therein.

246. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 246 and therefore deny the same.

247. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 247 and therefore deny the same.

248. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 248 and therefore deny the same.

249. Defendants deny the allegations in Paragraph 249.

250. Defendants deny the allegations in Paragraph 250.

251. The documents referenced in Paragraph 251 speak for themselves. Defendants deny the allegations in Paragraph 251 inconsistent with the terms of the documents referenced therein.

252. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 252 and therefore deny the same.

253. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 253 and therefore deny the same.

254. The documents referenced in Paragraph 254 speak for themselves. Defendants deny the allegations in Paragraph 254 inconsistent with the terms of the documents referenced therein.

255. Defendants deny the allegations in Paragraph 255.

The AMRR – Multiband Global Scheme

256. Defendants admit the allegations in Paragraph 256.

257. Defendants admit the allegations in Paragraph 257.

258. Defendants admit the allegations in Paragraph 258.

259. Defendants deny the allegations in Paragraph 259.

260. The documents referenced in Paragraph 260 speak for themselves. Defendants deny the allegations in Paragraph 260 inconsistent with the terms of the documents referenced therein.

261. The documents referenced in Paragraph 261 speak for themselves. Defendants deny the allegations in Paragraph 261 inconsistent with the terms of the documents referenced therein.

262. The documents referenced in Paragraph 262 speak for themselves. Defendants deny the allegations in Paragraph 262 inconsistent with the terms of the documents referenced therein.

263. The documents referenced in Paragraph 263 speak for themselves. Defendants deny the allegations in Paragraph 263 inconsistent with the terms of the documents referenced therein.

264. Defendants admit the allegations in Paragraph 264.

265. Defendants deny the allegations in Paragraph 265.

266. Defendants admit the allegations in Paragraph 266.

267. Defendants deny the allegations in Paragraph 267.

268. Defendants deny the allegations in Paragraph 268.

269. The documents referenced in Paragraph 269 speak for themselves. Defendants deny the allegations in Paragraph 269 inconsistent with the terms of the documents referenced therein.

270. Defendants admit the allegations in Paragraph 270.

271. Defendants admit the allegations in Paragraph 271.

272. Defendants deny the allegations in Paragraph 272.

273. Defendants deny the allegations in Paragraph 273.

274. The documents referenced in Paragraph 274 speak for themselves. Defendants deny the allegations in Paragraph 274 inconsistent with the terms of the documents referenced therein.

275. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 275 and therefore deny the same.

276. The documents referenced in Paragraph 276 speak for themselves. Defendants deny the allegations in Paragraph 276 inconsistent with the terms of the documents referenced therein.

277. Defendants deny the allegations in Paragraph 277.

278. Defendants deny the allegations in Paragraph 278.

279. Defendants deny the allegations in Paragraph 279.

280. The documents referenced in Paragraph 280 speak for themselves. Defendants deny the allegations in Paragraph 280 inconsistent with the terms of the documents referenced therein.

281. Defendants deny the allegations in Paragraph 281.

282. Defendants deny the allegations in Paragraph 282.

283. Defendants deny the allegations in Paragraph 283.

284. The documents referenced in Paragraph 284 speak for themselves. Defendants deny the allegations in Paragraph 284 inconsistent with the terms of the documents referenced therein.

285. Defendants deny the allegations in Paragraph 285.

286. Defendants deny the allegations in Paragraph 286.

287. The documents referenced in Paragraph 287 speak for themselves. Defendants deny the allegations in Paragraph 287 inconsistent with the terms of the documents referenced therein.

288. Defendants deny the allegations in Paragraph 288.

289. Defendants deny the allegations in Paragraph 289.

290. Defendants deny the allegations in Paragraph 290.

291. Defendants deny the allegations in Paragraph 291.

292. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 292 and therefore deny the same.

293. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 293 and therefore deny the same.

294. The documents referenced in Paragraph 294 speak for themselves. Defendants deny the allegations in Paragraph 294 inconsistent with the terms of the documents referenced therein.

295. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 295 and therefore deny the same.

296. Defendants deny the allegations in Paragraph 296.

297. The documents referenced in Paragraph 297 speak for themselves. Defendants deny the allegations in Paragraph 297 inconsistent with the terms of the documents referenced therein.

298. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 298 and therefore deny the same.

299. Defendants deny the allegations in Paragraph 299.

The Auerbach/Alliance/Hudson Scheme

300. The documents referenced in Paragraph 300 speak for themselves. Defendants deny the allegations in Paragraph 300 inconsistent with the terms of the documents referenced therein.

301. The documents referenced in Paragraph 301 speak for themselves. Defendants deny the allegations in Paragraph 301 inconsistent with the terms of the documents referenced therein.

302. The documents referenced in Paragraph 302 speak for themselves. Defendants deny the allegations in Paragraph 302 inconsistent with the terms of the documents referenced therein.

303. Defendants admit the allegations in Paragraph 303 insofar as it pertains to Shalom Auerbach. Except as expressly admitted, denied.

304. The documents referenced in Paragraph 304 speak for themselves. Defendants deny the allegations in Paragraph 304 inconsistent with the terms of the documents referenced therein.

305. The documents referenced in Paragraph 305 speak for themselves. Defendants deny the allegations in Paragraph 305 inconsistent with the terms of the documents referenced therein.

306. The documents referenced in Paragraph 306 speak for themselves. Defendants deny the allegations in Paragraph 306 inconsistent with the terms of the documents referenced therein.

307. The documents referenced in Paragraph 307 speak for themselves. Defendants deny the allegations in Paragraph 307 inconsistent with the terms of the documents referenced therein.

308. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 308 and therefore deny the same.

309. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 309 and therefore deny the same.

310. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 310 and therefore deny the same.

311. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 311 and therefore deny the same.

312. Defendants deny the allegations in Paragraph 312.

313. The documents referenced in Paragraph 313 speak for themselves. Defendants deny the allegations in Paragraph 313 inconsistent with the terms of the documents referenced therein.

314. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 314 and therefore deny the same.

315. Defendants admit the allegations in Paragraph 315.

316. The documents referenced in Paragraph 316 speak for themselves. Defendants deny the allegations in Paragraph 316 inconsistent with the terms of the documents referenced therein.

317. Defendants admit the allegations in Paragraph 317.

318. Defendants deny the allegations in Paragraph 318.

319. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 319 and therefore deny the same.

320. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 320 and therefore deny the same.

321. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 321 and therefore deny the same.

322. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 322 and therefore deny the same.

323. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 323 and therefore deny the same.

324. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 324 and therefore deny the same.

325. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 325 and therefore deny the same.

326. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 326 and therefore deny the same.

327. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 327 and therefore deny the same.

328. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 328 and therefore deny the same.

329. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 329 and therefore deny the same.

330. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 330 and therefore deny the same.

331. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 331 and therefore deny the same.

332. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 332 and therefore deny the same.

333. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 333 and therefore deny the same.

334. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 334 and therefore deny the same.

335. Defendants deny the allegations in Paragraph 335.

336. Defendants deny the allegations in Paragraph 336.

The 18920 NW Scheme

337. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 337 and therefore deny the same.

338. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 338 and therefore deny the same.

339. The documents referenced in Paragraph 339 speak for themselves. Defendants deny the allegations in Paragraph 339 inconsistent with the terms of the documents referenced therein.

340. The documents referenced in Paragraph 340 speak for themselves. Defendants deny the allegations in Paragraph 340 inconsistent with the terms of the documents referenced therein.

341. The documents referenced in Paragraph 341 speak for themselves. Defendants deny the allegations in Paragraph 341 inconsistent with the terms of the documents referenced therein.

342. The documents referenced in Paragraph 342 speak for themselves. Defendants deny the allegations in Paragraph 342 inconsistent with the terms of the documents referenced therein.

343. The documents referenced in Paragraph 343 speak for themselves. Defendants deny the allegations in Paragraph 343 inconsistent with the terms of the documents referenced therein.

344. The documents referenced in Paragraph 344 speak for themselves. Defendants deny the allegations in Paragraph 344 inconsistent with the terms of the documents referenced therein.

345. The documents referenced in Paragraph 345 speak for themselves. Defendants deny the allegations in Paragraph 345 inconsistent with the terms of the documents referenced therein.

346. The documents referenced in Paragraph 346 speak for themselves. Defendants deny the allegations in Paragraph 346 inconsistent with the terms of the documents referenced therein.

347. The documents referenced in Paragraph 347 speak for themselves. Defendants deny the allegations in Paragraph 347 inconsistent with the terms of the documents referenced therein.

348. The documents referenced in Paragraph 348 speak for themselves. Defendants deny the allegations in Paragraph 348 inconsistent with the terms of the documents referenced therein.

349. The documents referenced in Paragraph 349 speak for themselves. Defendants deny the allegations in Paragraph 349 inconsistent with the terms of the documents referenced therein.

350. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 350 and therefore deny the same.

351. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 351 and therefore deny the same.

352. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 352 and therefore deny the same.

353. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 353 and therefore deny the same.

354. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 354 and therefore deny the same.

355. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 355 and therefore deny the same.

356. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 356 and therefore deny the same.

357. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 357 and therefore deny the same.

358. The documents referenced in Paragraph 358 speak for themselves. Defendants deny the allegations in Paragraph 358 inconsistent with the terms of the documents referenced therein.

359. The documents referenced in Paragraph 359 speak for themselves. Defendants deny the allegations in Paragraph 359 inconsistent with the terms of the documents referenced therein.

360. The documents referenced in Paragraph 360 speak for themselves. Defendants deny the allegations in Paragraph 360 inconsistent with the terms of the documents referenced therein.

361. The documents referenced in Paragraph 361 speak for themselves. Defendants deny the allegations in Paragraph 361 inconsistent with the terms of the documents referenced therein.

362. The documents referenced in Paragraph 362 speak for themselves. Defendants deny the allegations in Paragraph 362 inconsistent with the terms of the documents referenced therein.

363. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 363 and therefore deny the same.

364. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 364 and therefore deny the same.

365. Defendants deny the allegations in Paragraph 365.

366. The documents referenced in Paragraph 366 speak for themselves. Defendants deny the allegations in Paragraph 366 inconsistent with the terms of the documents referenced therein.

367. Defendants deny the allegations in Paragraph 367.

368. Defendants deny the allegations in Paragraph 368.

369. Defendants deny the allegations in Paragraph 369.

370. Defendants deny the allegations in Paragraph 370.

371. The documents referenced in Paragraph 371 speak for themselves. Defendants deny the allegations in Paragraph 371 inconsistent with the terms of the documents referenced therein.

372. Defendants deny the allegations in Paragraph 371.

373. Defendants deny the allegations in Paragraph 373.

374. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 374 and therefore deny the same.

375. The documents referenced in Paragraph 375 speak for themselves. Defendants deny the allegations in Paragraph 375 inconsistent with the terms of the documents referenced therein.

376. Defendants admit the allegations in Paragraph 376.

377. The documents referenced in Paragraph 377 speak for themselves. Defendants deny the allegations in Paragraph 377 inconsistent with the terms of the documents referenced therein.

378. Defendants deny the allegations in Paragraph 378.

379. Defendants deny the allegations in Paragraph 379.

The Goodmans Pull Cash Out of Goodman Networks

380. Defendants deny the allegations in Paragraph 380.

381. The documents referenced in Paragraph 381 speak for themselves. Defendants deny the allegations in Paragraph 381 inconsistent with the terms of the documents referenced therein.

382. Defendants deny the allegations in Paragraph 382.

383. The documents referenced in Paragraph 383 speak for themselves. Defendants deny the allegations in Paragraph 383 inconsistent with the terms of the documents referenced therein.

384. The documents referenced in Paragraph 384 speak for themselves. Defendants deny the allegations in Paragraph 384 inconsistent with the terms of the documents referenced therein.

385. Defendants deny the allegations in Paragraph 385.

386. The documents referenced in Paragraph 386 speak for themselves. Defendants deny the allegations in Paragraph 386 inconsistent with the terms of the documents referenced therein.

387. The documents referenced in Paragraph 387 speak for themselves. Defendants deny the allegations in Paragraph 387 inconsistent with the terms of the documents referenced therein.

388. The documents referenced in Paragraph 388 speak for themselves. Defendants deny the allegations in Paragraph 388 inconsistent with the terms of the documents referenced therein.

389. The documents referenced in Paragraph 389 speak for themselves. Defendants deny the allegations in Paragraph 389 inconsistent with the terms of the documents referenced therein.

390. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 390 and therefore deny the same.

391. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 391 and therefore deny the same.

392. Defendants deny the allegations in Paragraph 392.

393. The documents referenced in Paragraph 393 speak for themselves. Defendants deny the allegations in Paragraph 393 inconsistent with the terms of the documents referenced therein.

394. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 394 and therefore deny the same.

395. Defendants deny the allegations in Paragraph 395.

396. The documents referenced in Paragraph 396 speak for themselves. Defendants deny the allegations in Paragraph 396 inconsistent with the terms of the documents referenced therein.

397. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 397 and therefore deny the same.

398. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 398 and therefore deny the same.

399. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 399 and therefore deny the same.

400. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 400 and therefore deny the same.

401. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 401 and therefore deny the same.

402. The documents referenced in Paragraph 402 speak for themselves. Defendants deny the allegations in Paragraph 402 inconsistent with the terms of the documents referenced therein.

403. Defendants deny the allegations in Paragraph 403.

404. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 404 and therefore deny the same.

405. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 405 and therefore deny the same.

406. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 406 and therefore deny the same.

407. Defendants deny the allegations in Paragraph 407.

408. Defendants deny the allegations in Paragraph 408.

409. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 409 and therefore deny the same.

The Endeavor Scheme

410. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 410 and therefore deny the same.

411. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 411 and therefore deny the same.

412. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 412 and therefore deny the same.

413. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 413 and therefore deny the same.

414. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 414 and therefore deny the same.

415. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 415 and therefore deny the same.

Prosperity Bank's Loan Scheme

416. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 416 and therefore deny the same.

417. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 417 and therefore deny the same.

418. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 418 and therefore deny the same.

419. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 419 and therefore deny the same.

420. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 420 and therefore deny the same.

421. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 421 and therefore deny the same.

422. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 422 and therefore deny the same.

423. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 423 and therefore deny the same.

424. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 424 and therefore deny the same.

425. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 425 and therefore deny the same.

426. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 426 and therefore deny the same.

427. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 427 and therefore deny the same.

428. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 428 and therefore deny the same.

429. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 429 and therefore deny the same.

Efforts to Interfere with the Goodman Networks Involuntary Bankruptcy

430. Defendants admit the allegations in Paragraph 430 only insofar as no Frinzi controlled entity filed bankruptcy. Except as expressly admitted, Defendants lack knowledge or

information sufficient to form a belief about the truth of the allegations in Paragraph 430 and therefore deny the same.

431. The allegations in Paragraph 431 set forth conclusions of law to which no response is required; to the extent a response is required, lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 431 and therefore deny the same.

432. Defendants admit the allegations in Paragraph 432.

433. Defendants deny the allegations in Paragraph 433.

434. The allegations in Paragraph 434 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Concealment of the UFS Receivable

435. Defendants deny the allegations in Paragraph 435.

436. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 436 and therefore deny the same.

437. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 437 and therefore deny the same.

438. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 438 and therefore deny the same.

439. Defendants deny the allegations in Paragraph 439.

440. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 440 and therefore deny the same.

Concealment of the GTH Stock and John Goodman Put Obligation

441. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 441 and therefore deny the same.

442. Defendants lack knowledge or information sufficient to form a belief about the truth of the detailed allegations in Paragraph 442, except insofar as Frinzi admits going to John Goodman's home during that time frame. Except as expressly admitted, denied.

443. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 443 and therefore deny the same.

444. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 444 and therefore deny the same.

445. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 445 and therefore deny the same.

446. Defendants deny the allegations in Paragraph 446.

447. Defendants deny the allegations in Paragraph 447.

448. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 448 and therefore deny the same.

449. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 449 and therefore deny the same.

450. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 450 and therefore deny the same.

451. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 451 and therefore deny the same.

452. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 452 and therefore deny the same.

False Corporate Authority

453. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 453 and therefore deny the same.

454. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 454 and therefore deny the same.

455. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 455 and therefore deny the same.

456. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 456 and therefore deny the same.

457. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 457 and therefore deny the same.

458. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 458 and therefore deny the same.

459. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 459 and therefore deny the same.

460. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 460 and therefore deny the same.

461. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 461 and therefore deny the same.

462. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 462 and therefore deny the same.

463. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 463 and therefore deny the same.

464. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 464 and therefore deny the same.

465. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 465 and therefore deny the same.

466. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 466 and therefore deny the same.

467. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 467 and therefore deny the same.

468. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 468 and therefore deny the same.

469. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 469 and therefore deny the same.

470. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 470 and therefore deny the same.

The False Forbearance Demand

471. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 471 and therefore deny the same.

472. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 472 and therefore deny the same.

473. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 473 and therefore deny the same.

474. The documents referenced in Paragraph 474 speak for themselves. Defendants deny the allegations in Paragraph 474 inconsistent with the terms of the documents referenced therein.

475. The documents referenced in Paragraph 475 speak for themselves. Defendants deny the allegations in Paragraph 475 inconsistent with the terms of the documents referenced therein.

476. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 476 and therefore deny the same.

477. Defendants deny the allegations in Paragraph 477.

478. Defendants lack knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 478 and therefore deny the same.

CAUSES OF ACTION
Cause No. 1 – Violation of Civil R.I.C.O. 18 U.S.C. § 1961 et seq.
Against all Defendants

479. Defendants incorporate the preceding paragraphs as if fully set forth herein.

Culpable Persons

480. The allegations in Paragraph 480 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

The Enterprise

481. The allegations in Paragraph 481 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

482. The allegations in Paragraph 482 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

483. The allegations in Paragraph 483 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Effect on Interstate Commerce and Use of Instrumentalities of Interstate Commerce

484. The allegations in Paragraph 484 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

485. The allegations in Paragraph 485 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

486. The allegations in Paragraph 486 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

487. The allegations in Paragraph 487 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

488. The allegations in Paragraph 488 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

489. The allegations in Paragraph 489 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

490. The allegations in Paragraph 490 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

491. The allegations in Paragraph 491 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

492. The allegations in Paragraph 492 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

493. The allegations in Paragraph 493 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

494. The allegations in Paragraph 494 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Racketeering Activity
18 U.S.C. § 1962(a) and (b) – Predicate Acts
James Goodman

495. The allegations in Paragraph 495 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

496. The allegations in Paragraph 496 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

497. The allegations in Paragraph 497 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

498. The allegations in Paragraph 498 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

499. The allegations in Paragraph 499 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

500. The allegations in Paragraph 500 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

501. The allegations in Paragraph 501 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

502. The allegations in Paragraph 502 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

John Goodman

503. The allegations in Paragraph 503 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

504. The allegations in Paragraph 504 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

505. The allegations in Paragraph 505 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

506. The allegations in Paragraph 506 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

507. The allegations in Paragraph 507 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

508. The allegations in Paragraph 508 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

509. The allegations in Paragraph 509 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

510. The allegations in Paragraph 510 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Jake Goodman

511. The allegations in Paragraph 511 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

512. The allegations in Paragraph 512 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

513. The allegations in Paragraph 513 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

514. The allegations in Paragraph 514 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

515. The allegations in Paragraph 515 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Goodman Investment Holdings

516. The allegations in Paragraph 516 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

517. The allegations in Paragraph 517 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

518. The allegations in Paragraph 518 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

519. The allegations in Paragraph 519 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

520. The allegations in Paragraph 520 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

521. The allegations in Paragraph 521 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

522. The allegations in Paragraph 522 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

James Frinzi and the Frinzi Family Trust

523. The allegations in Paragraph 523 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

524. The allegations in Paragraph 524 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

525. The allegations in Paragraph 525 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

526. The allegations in Paragraph 526 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

527. The allegations in Paragraph 527 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

528. The allegations in Paragraph 528 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Shalom Auerbach, Neil Auerbach, Auerbach Partners, Alliance, Hudson, Auerbach Family Trust and the Auerbach Children's Trust

529. The allegations in Paragraph 529 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

530. The allegations in Paragraph 530 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

531. The allegations in Paragraph 531 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

532. The allegations in Paragraph 532 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

533. The allegations in Paragraph 533 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

534. The allegations in Paragraph 534 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

535. The allegations in Paragraph 535 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

18920 NW, Steven Zakharyayev and Evelina Pinkhasova

536. The allegations in Paragraph 536 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

537. The allegations in Paragraph 537 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

538. The allegations in Paragraph 538 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

539. The allegations in Paragraph 539 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

540. The allegations in Paragraph 540 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

541. The allegations in Paragraph 541 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

542. The allegations in Paragraph 542 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Prosperity Bank

543. The allegations in Paragraph 543 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

544. The allegations in Paragraph 544 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

545. The allegations in Paragraph 545 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

546. The allegations in Paragraph 546 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

547. The allegations in Paragraph 547 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

548. The allegations in Paragraph 548 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

549. The allegations in Paragraph 549 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

550. The allegations in Paragraph 550 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

551. The allegations in Paragraph 551 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

552. The allegations in Paragraph 552 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**18 U.S.C. § 1962(c) – Predicate Acts
James Goodman**

553. The allegations in Paragraph 553 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

554. The allegations in Paragraph 554 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

555. The allegations in Paragraph 555 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

556. The allegations in Paragraph 556 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

557. The allegations in Paragraph 557 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

558. The allegations in Paragraph 558 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

559. The allegations in Paragraph 559 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

560. The allegations in Paragraph 560 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

561. The allegations in Paragraph 561 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

John Goodman

562. The allegations in Paragraph 562 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

563. The allegations in Paragraph 563 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

564. The allegations in Paragraph 564 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

565. The allegations in Paragraph 565 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

566. The allegations in Paragraph 566 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

567. The allegations in Paragraph 567 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

568. The allegations in Paragraph 568 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

569. The allegations in Paragraph 569 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

570. The allegations in Paragraph 570 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Goodman Investment Holdings

571. The allegations in Paragraph 571 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

572. The allegations in Paragraph 572 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

573. The allegations in Paragraph 573 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

574. The allegations in Paragraph 574 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

575. The allegations in Paragraph 575 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

576. The allegations in Paragraph 576 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

577. The allegations in Paragraph 577 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

578. The allegations in Paragraph 578 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Jim Frinzi

579. The allegations in Paragraph 579 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

580. The allegations in Paragraph 580 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

581. The allegations in Paragraph 581 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

582. The allegations in Paragraph 582 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

583. The allegations in Paragraph 583 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

584. The allegations in Paragraph 584 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

585. The allegations in Paragraph 585 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

586. The allegations in Paragraph 586 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

587. The allegations in Paragraph 587 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

588. The allegations in Paragraph 588 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

589. The allegations in Paragraph 589 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

590. The allegations in Paragraph 590 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

The Frinzi Family Trust

591. The allegations in Paragraph 591 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

592. The allegations in Paragraph 592 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

593. The allegations in Paragraph 593 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

594. The allegations in Paragraph 594 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

595. The allegations in Paragraph 595 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

596. The allegations in Paragraph 596 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Shalom Auerbach

597. The allegations in Paragraph 597 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

598. The allegations in Paragraph 598 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

599. The allegations in Paragraph 599 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

600. The allegations in Paragraph 600 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

601. The allegations in Paragraph 601 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

602. The allegations in Paragraph 602 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

603. The allegations in Paragraph 603 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

604. The allegations in Paragraph 604 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

605. The allegations in Paragraph 605 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

606. The allegations in Paragraph 606 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Neil Auerbach, Auerbach Partners,
the Auerbach Family Trust, the Auerbach Children's Trust**

607. The allegations in Paragraph 607 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

608. The allegations in Paragraph 608 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

609. The allegations in Paragraph 609 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

610. The allegations in Paragraph 610 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

611. The allegations in Paragraph 611 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

612. The allegations in Paragraph 612 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

613. The allegations in Paragraph 613 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Alliance and Hudson

614. The allegations in Paragraph 614 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

615. The allegations in Paragraph 615 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

616. The allegations in Paragraph 616 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

617. The allegations in Paragraph 617 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

18920 NW, Steven Zakharyayev and Evalina Pinkhasova

618. The allegations in Paragraph 618 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

619. The allegations in Paragraph 619 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

620. The allegations in Paragraph 620 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

621. The allegations in Paragraph 621 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

622. The allegations in Paragraph 622 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

623. The allegations in Paragraph 623 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

624. The allegations in Paragraph 624 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

Prosperity Bank

625. The allegations in Paragraph 625 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

626. The allegations in Paragraph 626 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

627. The allegations in Paragraph 627 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

628. The allegations in Paragraph 628 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

629. The allegations in Paragraph 629 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

630. The allegations in Paragraph 630 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

631. The allegations in Paragraph 631 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

632. The allegations in Paragraph 632 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

633. The allegations in Paragraph 633 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

634. The allegations in Paragraph 634 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

18 U.S.C. § 1962(d)

635. The allegations in Paragraph 635 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

636. The allegations in Paragraph 636 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

637. The allegations in Paragraph 637 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

638. The allegations in Paragraph 638 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

639. The allegations in Paragraph 639 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

640. The allegations in Paragraph 640 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

641. The allegations in Paragraph 641 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

642. The allegations in Paragraph 642 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

643. The allegations in Paragraph 643 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

644. The allegations in Paragraph 644 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

645. The allegations in Paragraph 645 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

646. The allegations in Paragraph 646 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

647. The allegations in Paragraph 647 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

648. The allegations in Paragraph 648 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

649. The allegations in Paragraph 649 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

650. The allegations in Paragraph 650 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 2 – Theft (Embezzlement) Pursuant to Texas Theft Liability Act
Tex. Civ. Prac. & Rem. Code § 134.003 - .005
Against Jim Frinzi, James Goodman and all Defendants Which Received the Stolen Funds**

651. The allegations in Paragraph 651 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

652. The allegations in Paragraph 652 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

653. The allegations in Paragraph 653 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

654. The allegations in Paragraph 654 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

655. The allegations in Paragraph 655 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

656. The allegations in Paragraph 656 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

657. The allegations in Paragraph 657 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

658. The allegations in Paragraph 658 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

659. The allegations in Paragraph 659 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

660. The allegations in Paragraph 660 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

661. The allegations in Paragraph 661 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

662. The allegations in Paragraph 662 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

663. The allegations in Paragraph 663 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

664. The allegations in Paragraph 664 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

665. The allegations in Paragraph 665 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

666. The allegations in Paragraph 666 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

667. The allegations in Paragraph 667 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

668. The allegations in Paragraph 668 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

669. The allegations in Paragraph 669 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

670. The allegations in Paragraph 670 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 3 – Common Law Theft/Embezzlement/Conversion
Against All Defendants**

671. The allegations in Paragraph 671 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

672. The allegations in Paragraph 672 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

673. The allegations in Paragraph 673 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

674. The allegations in Paragraph 674 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

675. The allegations in Paragraph 675 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

676. The allegations in Paragraph 676 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

677. The allegations in Paragraph 677 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

678. The allegations in Paragraph 678 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

679. The allegations in Paragraph 679 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

680. The allegations in Paragraph 680 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

681. The allegations in Paragraph 681 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

682. The allegations in Paragraph 682 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

683. The allegations in Paragraph 683 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

684. The allegations in Paragraph 684 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

685. The allegations in Paragraph 685 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

686. The allegations in Paragraph 686 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 4 – Common Law Unjust Enrichment
Against All Defendants**

687. The allegations in Paragraph 687 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

688. The allegations in Paragraph 688 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

689. The allegations in Paragraph 689 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

690. The allegations in Paragraph 690 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

691. The allegations in Paragraph 691 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

692. The allegations in Paragraph 692 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

693. The allegations in Paragraph 693 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

694. The allegations in Paragraph 694 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

695. The allegations in Paragraph 695 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

696. The allegations in Paragraph 696 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

697. The allegations in Paragraph 697 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

698. The allegations in Paragraph 698 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

699. The allegations in Paragraph 699 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

700. The allegations in Paragraph 700 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 5 – Common Law Fraud or Constructive Fraud
Against Frinzi and James Goodman
And all Defendants which Received the Fraudulently Obtained Funds**

701. The allegations in Paragraph 701 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

702. The allegations in Paragraph 702 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

703. The allegations in Paragraph 703 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

704. The allegations in Paragraph 704 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

705. The allegations in Paragraph 705 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

706. The allegations in Paragraph 706 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

707. The allegations in Paragraph 707 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

708. The allegations in Paragraph 708 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

709. The allegations in Paragraph 709 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

710. The allegations in Paragraph 710 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

711. The allegations in Paragraph 711 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

712. The allegations in Paragraph 712 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

713. The allegations in Paragraph 713 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

714. The allegations in Paragraph 714 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

715. The allegations in Paragraph 715 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

716. The allegations in Paragraph 716 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

717. The allegations in Paragraph 717 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

718. The allegations in Paragraph 718 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

719. The allegations in Paragraph 719 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

720. The allegations in Paragraph 720 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

721. The allegations in Paragraph 721 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

722. The allegations in Paragraph 722 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

723. The allegations in Paragraph 723 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

724. The allegations in Paragraph 724 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

725. The allegations in Paragraph 725 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

726. The allegations in Paragraph 726 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

727. The allegations in Paragraph 727 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

728. The allegations in Paragraph 728 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

729. The allegations in Paragraph 729 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

730. The allegations in Paragraph 730 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

731. The allegations in Paragraph 731 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

732. The allegations in Paragraph 732 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 6 – Tortious Interference
Against Frinzi, James Goodman and Prosperity Bank**

733. The allegations in Paragraph 733 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

734. The allegations in Paragraph 734 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

735. The allegations in Paragraph 735 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

736. The allegations in Paragraph 736 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

737. The allegations in Paragraph 737 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

738. The allegations in Paragraph 738 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

739. The allegations in Paragraph 739 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

740. The allegations in Paragraph 740 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

741. The allegations in Paragraph 741 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

742. The allegations in Paragraph 742 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

743. The allegations in Paragraph 743 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

744. The allegations in Paragraph 744 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

745. The allegations in Paragraph 745 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

746. The allegations in Paragraph 746 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

747. The allegations in Paragraph 747 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

748. The allegations in Paragraph 748 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

749. The allegations in Paragraph 749 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

750. The allegations in Paragraph 750 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

751. The allegations in Paragraph 751 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

752. The allegations in Paragraph 752 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

753. The allegations in Paragraph 753 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

754. The allegations in Paragraph 754 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

755. The allegations in Paragraph 755 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

756. The allegations in Paragraph 756 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

757. The allegations in Paragraph 757 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

758. The allegations in Paragraph 758 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

759. The allegations in Paragraph 759 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

760. The allegations in Paragraph 760 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

761. The allegations in Paragraph 761 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 7 – Civil Conspiracy
Against All Defendants**

762. The allegations in Paragraph 762 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

763. The allegations in Paragraph 763 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

764. The allegations in Paragraph 764 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

765. The allegations in Paragraph 765 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

766. The allegations in Paragraph 766 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

767. The allegations in Paragraph 767 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

768. The allegations in Paragraph 768 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

769. The allegations in Paragraph 769 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 8 – Breach of Contract
Against Prosperity Bank**

770. The allegations in Paragraph 770 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

771. The allegations in Paragraph 771 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

772. The allegations in Paragraph 772 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

773. The allegations in Paragraph 773 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

774. The allegations in Paragraph 774 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

775. The allegations in Paragraph 775 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

776. The allegations in Paragraph 776 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

777. The allegations in Paragraph 777 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

778. The allegations in Paragraph 778 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

779. The allegations in Paragraph 779 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

780. The allegations in Paragraph 780 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

781. The allegations in Paragraph 781 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

782. The allegations in Paragraph 782 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

783. The allegations in Paragraph 783 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

784. The allegations in Paragraph 784 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

785. The allegations in Paragraph 785 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

786. The allegations in Paragraph 786 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

787. The allegations in Paragraph 787 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

788. The allegations in Paragraph 788 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

789. The allegations in Paragraph 789 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 9 – Negligence/Gross Negligence
Against Prosperity Bank**

790. The allegations in Paragraph 790 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

791. The allegations in Paragraph 791 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

792. The allegations in Paragraph 792 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

793. The allegations in Paragraph 793 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

794. The allegations in Paragraph 794 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

795. The allegations in Paragraph 795 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

796. The allegations in Paragraph 796 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

797. The allegations in Paragraph 797 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

798. The allegations in Paragraph 798 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

799. The allegations in Paragraph 799 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

800. The allegations in Paragraph 800 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

801. The allegations in Paragraph 801 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

802. The allegations in Paragraph 802 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

803. The allegations in Paragraph 803 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

804. The allegations in Paragraph 804 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

805. The allegations in Paragraph 805 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

806. The allegations in Paragraph 806 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

807. The allegations in Paragraph 807 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

808. The allegations in Paragraph 808 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

809. The allegations in Paragraph 809 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

810. The allegations in Paragraph 810 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

811. The allegations in Paragraph 811 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

812. The allegations in Paragraph 812 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

813. The allegations in Paragraph 813 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

814. The allegations in Paragraph 814 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

**Cause No. 10 – Violation of UCC Article 4A
Tex. Bus. & Com. Code § 4A.202
Against Prosperity Bank**

815. The allegations in Paragraph 815 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

816. The allegations in Paragraph 816 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

817. The allegations in Paragraph 817 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

818. The allegations in Paragraph 818 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

819. The allegations in Paragraph 819 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

820. The allegations in Paragraph 820 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

821. The allegations in Paragraph 821 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

822. The allegations in Paragraph 822 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

823. The allegations in Paragraph 823 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

824. The allegations in Paragraph 824 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

825. The allegations in Paragraph 825 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

826. The allegations in Paragraph 826 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

827. The allegations in Paragraph 827 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

828. The allegations in Paragraph 828 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

829. The allegations in Paragraph 829 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

830. The allegations in Paragraph 830 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

831. The allegations in Paragraph 831 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

832. The allegations in Paragraph 832 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

833. The allegations in Paragraph 833 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

834. The allegations in Paragraph 834 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

835. The allegations in Paragraph 835 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

836. The allegations in Paragraph 836 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

837. The allegations in Paragraph 837 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

838. The allegations in Paragraph 838 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

839. The allegations in Paragraph 839 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

840. The allegations in Paragraph 840 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

841. The allegations in Paragraph 841 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

842. The allegations in Paragraph 842 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

843. The allegations in Paragraph 843 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

844. The allegations in Paragraph 844 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

845. The allegations in Paragraph 845 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

846. The allegations in Paragraph 846 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

847. The allegations in Paragraph 847 set forth conclusions of law to which no response is required; to the extent a response is required, Defendants deny the allegations in this paragraph.

PRAYER FOR RELIEF

Defendants deny Plaintiff is entitled to the relief sought in the Prayer.

I. AFFIRMATIVE DEFENSES

In further Answer to the Complaint, and by way of separate and individual defenses and affirmative defenses, Defendants allege as follows:

1. Plaintiff's claims, damages, and/or requests for relief are barred in whole or in part by res judicata or estoppel in that Plaintiffs claims should be, and have been, asserted by the Trustee in the pending bankruptcy matter involving Genesis Networks, which have now been resolved as to Defendants, and thus Plaintiff lacks standing to assert such claims against Defendants.

2. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, because at all times the actions alleged to be taken by Frinzi were taken on behalf of the entity which is the subject of Plaintiff's claims, which entity cannot conspire or tortiously interfere with itself.

3. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, because Plaintiff lacks standing to assert such claims.

4. Plaintiff's conspiracy claim, damages, and/or request for relief is barred, in whole or in part, due to a lack of an underlying tort.

5. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, due to Plaintiff's own comparative fault, intentional actions, negligence, or unclean hands, including through FedEx's improper use of minority-owned business programs to obtain certain tax benefits.

6. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, due to Plaintiff's failure to mitigate damages.

7. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, because the alleged damages, if any, were caused by the acts and omissions of one or more third persons or parties over whom Defendants had no control.

8. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, due to the business judgment rule.

9. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part by, or are subject to, setoff or recoupment.

10. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part by, are barred, in whole or in part, by the doctrines of *in pari delicto*, waiver, estoppel, ratification, release, and/or laches.

11. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, by offset.

12. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, because Defendants are entitled to credits for payments made by other parties, nonparties, and responsible third parties, including but not limited to by the Estate of Goodman Networks Inc.

13. Plaintiff's claims, damages, and/or requests for relief are barred, in whole or in part, by accord and satisfaction, settlement and/or payment and release.

14. Defendants reserve their rights, including but not limited to, upon completion of investigation and discovery, to supplement or amend their responses or defenses as may be appropriate and to raise further defenses.

**II.
GENERAL DENIAL**

15. To the extent Defendants have not answered any allegation within the TAC, Defendants deny any and all such allegations.

**III.
ATTORNEYS' FEES**

16. Plaintiff's conduct has required Defendants to retain legal representation in this action, and Defendants have agreed to pay the undersigned counsel a reasonable fee for legal services in connection with this action. Under Chapter 134.005 of TEX. CIV. PRAC. & REM. CODE, Defendants are entitled to recover their court costs and reasonable and necessary attorneys' fees in an amount to be established at trial should they prevail.

**IV.
JURY DEMAND**

17. Defendants hereby demand a trial by jury on all issues so triable.

PRAYER

Defendants respectfully request that all relief requested in Plaintiff's TAC be denied, that the Court enter judgment that Plaintiff takes nothing on its claims against Defendants; that the Court enter judgment against Plaintiff for attorney's fees as allowed by TEX. CIV. PRAC. & REM. CODE § 134.005(b), should Defendants prevail on Plaintiff's Texas Theft Liability Act claims; and that Defendants be awarded any other and further relief to which they may show themselves entitled.

Dated: June 2, 2025.

Respectfully submitted,

/s/ Paul T. Elkins

Jason M. Rudd, Tex. Bar No. 24028786

Paul T. Elkins, Tex. Bar No. 24092383

WICK PHILLIPS GOULD & MARTIN, LLP

3131 McKinney Avenue, Suite 500

Dallas, TX 75204

Phone: (214) 692-6200

Fax: (214) 692-6255

Email: jason.rudd@wickphillips.com

paul.elkins@wickphillips.com

**COUNSEL FOR DEFENDANT JAMES FRINZI,
FRINZI FAMILY TRUST, AND HSB HOLDINGS,
LLC F/K/A MULTIBAND GLOBAL RESOURCES,
LLC**

CERTIFICATE OF SERVICE

I certify that on June 2, 2025, a true and correct copy of the foregoing document was served by the Court's ECF noticing system on all parties that consent to such service.

/s/ Paul T. Elkins

Paul T. Elkins